

EXHIBIT 10
CHANGES IN INTEREST

I. DESCRIPTION OF *PRO FORMA* TRANSACTION

The instant application (“Application”) seeks the consent of the Federal Communications Commission (“FCC”) to a *pro forma* assignment of license for station KIID(AM), Sacramento, CA, Fac. ID 65482 (“Station”), licensed to Radio Disney Group, LLC (“RDG”). Currently, Licensee is a direct subsidiary of ABC, Inc., which is a direct subsidiary of ABC Enterprises, Inc., which is a direct subsidiary of Disney Enterprises, Inc., which is a direct subsidiary of The Walt Disney Company. This current ownership structure is depicted in Attachment 1. In the proposed transaction (“Proposed Transaction”), RDG will assign the Station’s license to Radio Disney Sacramento, LLC, which will be a direct subsidiary of Disney Enterprises, Inc., which is a direct subsidiary of The Walt Disney Company. This proposed ownership structure is depicted in Attachment 2. Because The Walt Disney Company will be the indirect 100% owner of the Station both before and after the Proposed Transaction, the Proposed Transaction will not result in any change in ultimate ownership or control of the Station. Accordingly, the Proposed Transaction constitutes a *pro forma* assignment.

II. PARTIES TO THE APPLICATION

A. PROPOSED ASSIGNOR

Information on the (1) name and address, (2) citizenship, (3) positional interest, (4) percentage of votes, and (5) percentage of equity of Radio Disney Group, LLC, the proposed assignor, and all parties holding an attributable interest in Radio Disney Group, LLC, is set forth in the below tables.

Radio Disney Group, LLC, a Delaware limited liability company, is the proposed assignor. The shareholders, officers and directors of Radio Disney Group, LLC are as follows:

1.	ABC, Inc. 77 West 66 th Street 16 th Floor New York, NY 10023	John Hare 13725 Montfort Drive Dallas, TX 75240	Jill Casagrande 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Sole Member	President	Senior Vice President
4.	100%	0%	0%
5.	100%	0%	0%

1.	Griffith W. Foxley 500 South Buena Vista Street Burbank, CA 91521	Anne K. Kelly 500 South Buena Vista Street Burbank, CA 91521	Marsha L. Reed 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Vice President	Vice President	Secretary
4.	0%	0%	0%
5.	0%	0%	0%

1.	Anne L. Buettner 500 South Buena Vista Street Burbank, CA 91521	John W. Zucker 77 West 66 th Street 16 th Floor New York, NY 10023	James D. Hanford 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Treasurer	Assistant Secretary	Assistant Treasurer
4.	0%	0%	0%
5.	0%	0%	0%

ABC, Inc., a Delaware corporation, is the sole member of Radio Disney Group, LLC.
The shareholders, officers and directors of ABC, Inc. are as follows:

1.	ABC Enterprises, Inc. 500 South Buena Vista Street Burbank, CA 91521	Alan N. Braverman 500 South Buena Vista Street Burbank, CA 91521	David Converse 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Sole Shareholder	Executive Vice President, General Counsel	Vice President, Director of Engineering Owned TV Station Group
4.	100%	0%	0%
5.	100%	0%	0%

1.	T. Scott Fain 500 South Buena Vista Street Burbank, CA 91521	Griffith W. Foxley 500 South Buena Vista Street Burbank, CA 91521	James D. Hanford 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Counsel	Senior Vice President— Corporate Legal Affairs	Assistant Treasurer
4.	0%	0%	0%
5.	0%	0%	0%

1.	Robert A. Iger 500 South Buena Vista St. Burbank, CA 91521	John Hare 13725 Montfort Drive Dallas, TX 75240	Jonathan Headley 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	President	Vice President, President— Radio Division—Broadcast Group	Vice President
4.	0%	0%	0%
5.	0%	0%	0%

1.	Henry Hoberman 77 West 66 th Street 16 th Floor New York, NY 10023	George Bodenheimer ESPN Plaza Bristol, CT 06010	Walter C. Liss, Jr. 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Counsel	Executive Vice President	Vice President, Chairman of Owned TV Group
4.	0%	0%	0%
5.	0%	0%	0%

1.	Mitchell Polon 500 South Buena Vista Street Burbank, CA 91521	Marsha L. Reed 500 South Buena Vista Street Burbank, CA 91521	Jeffrey S. Rosen 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Vice President	Secretary, Director	Senior Vice President— Human Resources
4.	0%	0%	0%
5.	0%	0%	0%

1.	Jeffrey Ruthizer 77 West 66 th Street 16 th Floor New York, NY 10023	Joseph M. Santaniello 500 South Buena Vista Street Burbank, CA 91521	Thomas O. Staggs 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Labor Relations	Vice President, Assistant Secretary	Vice President
4.	0%	0%	0%
5.	0%	0%	0%

1.	Jane B. Stewart 77 West 66 th Street 16 th Floor New York, NY 10023	James B. Gray 500 South Buena Vista Street Burbank, CA 91521	David K. Thompson 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Vice President	Vice President	Vice President, Director
4.	0%	0%	0%
5.	0%	0%	0%

1.	John W. Zucker 77 West 66 th Street 16 th Floor New York, NY 10023	David Westin 500 South Buena Vista Street Burbank, CA 91521	Laurie Younger 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Assistant Secretary	Senior Vice President, President—ABC News	President—Buena Vista Worldwide TV
4.	0%	0%	0%
5.	0%	0%	0%

1.	Anne L. Buettner 500 South Buena Vista Street Burbank, CA 91521	Lori R. Harris 77 West 66 th Street 16 th Floor New York, NY 10023	
2.	USA	USA	
3.	Treasurer	Vice President, Counsel	
4.	0%	0%	
5.	0%	0%	

ABC Enterprises, Inc., a Delaware corporation, is the sole shareholder of ABC, Inc.
The shareholders, officers and directors of ABC Enterprises, Inc. are as follows:

1.	Disney Enterprises, Inc. 500 South Buena Vista Street Burbank, CA 91521	Alan N. Braverman 500 South Buena Vista Street Burbank, CA 91521	Griffith W. Foxley 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Sole Shareholder	Executive Vice President	Senior Vice President
4.	100%	0%	0%
5.	100%	0%	0%

1.	James D. Hanford 500 South Buena Vista Street Burbank, CA 91521	David K. Thompson 500 South Buena Vista Street Burbank, CA 91521	Marsha L. Reed 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Assistant Treasurer	Director, Senior Vice President	Secretary, Director
4.	0%	0%	0%
5.	0%	0%	0%

1.	Anne L. Buettner 500 South Buena Vista Street Burbank, CA 91521	Robert A. Iger 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA
3.	Treasurer	President
4.	0%	0%
5.	0%	0%

Disney Enterprises, Inc., a Delaware corporation, is the sole shareholder of ABC Enterprises, Inc. The shareholders, officers and directors of Disney Enterprises, Inc. are as follows:

1.	The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	Vicki Applegate 500 South Buena Vista Street Burbank, CA 91521	Anthony Basalari 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Sole Shareholder	Vice President—Counsel	Senior Vice President—Counsel
4.	100%	0%	0%
5.	100%	0%	0%

1.	Anne L. Buettner 500 South Buena Vista Street Burbank, CA 91521	Cathy E. De Roy 500 South Buena Vista Street Burbank, CA 91521	Tod A. Devine 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Corporate Tax	Senior Vice President— Counsel	Vice President—Counsel
4.	0%	0%	0%
5.	0%	0%	0%

1.	Mary Fossier 500 South Buena Vista Street Burbank, CA 91521	James D. Hanford 500 South Buena Vista Street Burbank, CA 91521	Jonathan Headley 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Vice President—Counsel	Assistant Treasurer	Vice President—Finance
4.	0%	0%	0%
5.	0%	0%	0%

1.	Robert A. Iger 500 South Buena Vista Street Burbank, CA 91521	Michelle C. Kane 500 South Buena Vista Street Burbank, CA 91521	James M. Kapenstein 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	President, Director	Senior Vice President— Counsel	Vice President—Counsel
4.	0%	0%	0%
5.	0%	0%	0%

1.	Suet Lai 500 South Buena Vista Street Burbank, CA 91521	Christine M. McCarthy 500 South Buena Vista Street Burbank, CA 91521	Kenneth E. Newman 77 West 66 th Street 16 th Floor New York, NY 10023
2.	USA	USA	USA
3.	Vice President—Counsel	Executive Vice President, Treasurer	Senior Vice President— Eastern Regional Counsel, Assistant Secretary
4.	0%	0%	0%
5.	0%	0%	0%

1.	Edward J. Nowak 500 South Buena Vista Street Burbank, CA 91521	Mitchell K. Polon 500 South Buena Vista Street Burbank, CA 91521	Marsha L. Reed 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Assistant General Counsel, Assistant Secretary	Vice President—Financial Risk Management, Corporate Treasury	Vice President, Assistant Secretary, Director
4.	0%	0%	0%
5.	0%	0%	0%

1.	Claire Robinson 500 South Buena Vista Street Burbank, CA 91521	Joseph M. Santaniello 500 South Buena Vista Street Burbank, CA 91521	Thomas O. Staggs 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Intellectual Property Counsel	Senior Vice President— Assistant General Counsel, Assistant Secretary	Senior Executive Vice President, Chief Financial Officer
4.	0%	0%	0%
5.	0%	0%	0%

1.	David K. Thompson 500 South Buena Vista Street Burbank, CA 91521	Jacob M. Yellin 500 South Buena Vista Street Burbank, CA 91521	Steve Ackerman 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Assistant General Counsel, Secretary, Director	Senior Vice President— Counsel	Vice President—Counsel, Assistant Secretary
4.	0%	0%	0%
5.	0%	0%	0%

1.	Alan N. Braverman 500 South Buena Vista Street Burbank, CA 91521	Larry Berger 500 South Buena Vista Street Burbank, CA 91521	Steven A. Plotkin 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Executive Vice President and General Counsel	Vice President, Counsel	Vice President, Counsel
4.	0%	0%	0%
5.	0%	0%	0%

1.	Brent Woodford 500 South Buena Vista Street Burbank, CA 91521	Natacha J. Rafalski 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA
3.	Senior Vice President, Controller	Vice President, Corporate Finance
4.	0%	0%
5.	0%	0%

The Walt Disney Company, a Delaware corporation, is the sole shareholder of Disney Enterprises, Inc. The shareholders, officers and directors of The Walt Disney Company are as follows:¹

1.	Robert A. Iger 500 South Buena Vista Street Burbank, CA 91521	Thomas O. Staggs 500 South Buena Vista Street Burbank, CA 91521	Alan N. Braverman 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	President, Chief Executive Officer, Director	Senior Executive Vice President, Chief Financial Officer	Senior Executive Vice President, General Counsel, Secretary
4.	0%	0%	0%
5.	0%	0%	0%

¹ TWDC is a publicly traded company. TWDC is unaware of any holders of 5% or more of the outstanding shares of TWDC's common stock except for Mr. Steve Jobs, as reported herein.

1.	Christine M. McCarthy 500 South Buena Vista Street Burbank, CA 91521	Kevin A. Mayer 500 South Buena Vista Street Burbank, CA 91521	Brent Woodford 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Executive Vice President—Corporate Finance and Real Estate, Treasurer	Executive Vice President—Corporate Strategy, Business Development and Technology	Senior Vice President—Planning and Control
4.	0%	0%	0%
5.	0%	0%	0%

1.	Edward J. Nowak 500 South Buena Vista Street Burbank, CA 91521	Roger J. Patterson 500 South Buena Vista Street Burbank, CA 91521	Jeffrey N. Paule 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President, Deputy General Counsel, Assistant Secretary	Vice President—Counsel, Assistant Secretary	Senior Vice President—General Counsel—Walt Disney International
4.	0%	0%	0%
5.	0%	0%	0%

1.	Marsha L. Reed 500 South Buena Vista Street Burbank, CA 91521	Joseph M. Santaniello 500 South Buena Vista Street Burbank, CA 91521	Terri A. Southwick 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Vice President—Governance Admin. and Assistant Secretary	Senior Vice President—Assistant General Counsel, Assistant Secretary	Senior Vice President—Deputy General Counsel – Intellectual Property, Assistant Secretary
4.	0%	0%	0%
5.	0%	0%	0%

1.	David K. Thompson 500 South Buena Vista Street Burbank, CA 91521	Kenneth E. Newman 77 West 66 th Street 16 th Floor New York, NY 10023	Wesley A. Coleman 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Deputy General Counsel, Corporate Secretary	Senior Vice President— Eastern Regional Counsel, Assistant Secretary	Executive Vice President, Human Resources Officer
4.	0%	0%	0%
5.	0%	0%	0%

1.	John E. Bryson c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	John S. Chen c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	Judith L. Estrin c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Director	Director	Director
4.	0%	0%	0%
5.	0%	0%	0%

1.	Fred H. Langhammer c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	Aylwin B. Lewis c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	Monica C. Lozano c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521
2.	Germany	USA	USA
3.	Director	Director	Director
4.	0%	0%	0%
5.	0%	0%	0%

1.	Robert W. Matschullat c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	Leo J. O'Donovan, S.J. c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	Orin C. Smith c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Director	Director	Director
4.	0%	0%	0%
5.	0%	0%	0%

1.	Steve Jobs c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	John E. Pepper, Jr. c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA
3.	Director	Director
4.	0%	0%
5.	~6.3%	0%

B. PROPOSED ASSIGNEE

Information on the (1) name and address, (2) citizenship, (3) positional interest, (4) percentage of votes, and (5) percentage of equity of Radio Disney Sacramento, LLC, the proposed assignee, and all parties holding an attributable interest in Radio Disney Sacramento, LLC, following consummation of the Proposed Transaction, is set forth in the below tables.

Radio Disney Sacramento, LLC, a Delaware limited liability company, is the proposed assignee. The members, officers and directors of Radio Disney Sacramento, LLC will be as follows:

1.	Disney Enterprises, Inc. 500 South Buena Vista Street Burbank, CA 91521	Drew Korzeniewski 500 South Buena Vista Street Burbank, CA 91521	Jill Casagrande 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Sole Member	Vice President	Senior Vice President
4.	100%	0%	0%
5.	100%	0%	0%

1.	Griffith W. Foxley 500 South Buena Vista Street Burbank, CA 91521	Marsha L. Reed 500 South Buena Vista Street Burbank, CA 91521	Anne L. Buettner 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Vice President	Secretary	Treasurer
4.	0%	0%	0%
5.	0%	0%	0%

1.	John W. Zucker 77 West 66 th Street 16 th Floor New York, NY 10023	James D. Hanford 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA
3.	Assistant Secretary	Assistant Treasurer
4.	0%	0%
5.	0%	0%

Disney Enterprises, Inc., a Delaware corporation, will be the sole member of Radio Disney Sacramento, LLC. The shareholders, officers and directors of Disney Enterprises, Inc. are as follows:

1.	The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	Vicki Applegate 500 South Buena Vista Street Burbank, CA 91521	Anthony Basalari 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Sole Shareholder	Vice President—Counsel	Senior Vice President—Counsel
4.	100%	0%	0%
5.	100%	0%	0%

1.	Anne L. Buettner 500 South Buena Vista Street Burbank, CA 91521	Cathy E. De Roy 500 South Buena Vista Street Burbank, CA 91521	Tod A. Devine 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Corporate Tax	Senior Vice President— Counsel	Vice President—Counsel
4.	0%	0%	0%
5.	0%	0%	0%

1.	Mary Fossier 500 South Buena Vista Street Burbank, CA 91521	James D. Hanford 500 South Buena Vista Street Burbank, CA 91521	Jonathan Headley 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Vice President—Counsel	Assistant Treasurer	Vice President—Finance
4.	0%	0%	0%
5.	0%	0%	0%

1.	Robert A. Iger 500 South Buena Vista Street Burbank, CA 91521	Michelle C. Kane 500 South Buena Vista Street Burbank, CA 91521	James M. Kapenstein 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	President, Director	Senior Vice President— Counsel	Vice President—Counsel
4.	0%	0%	0%
5.	0%	0%	0%

1.	Suet Lai 500 South Buena Vista Street Burbank, CA 91521	Christine M. McCarthy 500 South Buena Vista Street Burbank, CA 91521	Kenneth E. Newman 77 West 66 th Street 16 th Floor New York, NY 10023
2.	USA	USA	USA
3.	Vice President—Counsel	Executive Vice President, Treasurer	Senior Vice President— Eastern Regional Counsel, Assistant Secretary
4.	0%	0%	0%
5.	0%	0%	0%

1.	Edward J. Nowak 500 South Buena Vista Street Burbank, CA 91521	Mitchell K. Polon 500 South Buena Vista Street Burbank, CA 91521	Marsha L. Reed 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Assistant General Counsel, Assistant Secretary	Vice President—Financial Risk Management, Corporate Treasury	Vice President, Assistant Secretary, Director
4.	0%	0%	0%
5.	0%	0%	0%

1.	Claire Robinson 500 South Buena Vista Street Burbank, CA 91521	Joseph M. Santaniello 500 South Buena Vista Street Burbank, CA 91521	Thomas O. Staggs 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Intellectual Property Counsel	Senior Vice President— Assistant General Counsel, Assistant Secretary	Senior Executive Vice President, Chief Financial Officer
4.	0%	0%	0%
5.	0%	0%	0%

1.	David K. Thompson 500 South Buena Vista Street Burbank, CA 91521	Jacob M. Yellin 500 South Buena Vista Street Burbank, CA 91521	Steve Ackerman 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Assistant General Counsel, Secretary, Director	Senior Vice President— Counsel	Vice President—Counsel, Assistant Secretary
4.	0%	0%	0%
5.	0%	0%	0%

1.	Alan N. Braverman 500 South Buena Vista Street Burbank, CA 91521	Larry Berger 500 South Buena Vista Street Burbank, CA 91521	Steven A. Plotkin 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Executive Vice President and General Counsel	Vice President, Counsel	Vice President, Counsel
4.	0%	0%	0%
5.	0%	0%	0%

1.	Brent Woodford 500 South Buena Vista Street Burbank, CA 91521	Natacha J. Rafalski 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA
3.	Senior Vice President, Controller	Vice President, Corporate Finance
4.	0%	0%
5.	0%	0%

The Walt Disney Company, a Delaware corporation, is the sole shareholder of Disney Enterprises, Inc. The shareholders, officers and directors of The Walt Disney Company are as follows:²

1.	Robert A. Iger 500 South Buena Vista Street Burbank, CA 91521	Thomas O. Staggs 500 South Buena Vista Street Burbank, CA 91521	Alan N. Braverman 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	President, Chief Executive Officer, Director	Senior Executive Vice President, Chief Financial Officer	Senior Executive Vice President, General Counsel, Secretary
4.	0%	0%	0%
5.	0%	0%	0%

² TWDC is a publicly traded company. TWDC is unaware of any holders of 5% or more of the outstanding shares of TWDC's common stock except for Mr. Steve Jobs, as reported herein.

1.	Christine M. McCarthy 500 South Buena Vista Street Burbank, CA 91521	Kevin A. Mayer 500 South Buena Vista Street Burbank, CA 91521	Brent Woodford 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Executive Vice President—Corporate Finance and Real Estate, Treasurer	Executive Vice President—Corporate Strategy, Business Development and Technology	Senior Vice President—Planning and Control
4.	0%	0%	0%
5.	0%	0%	0%

1.	Edward J. Nowak 500 South Buena Vista Street Burbank, CA 91521	Roger J. Patterson 500 South Buena Vista Street Burbank, CA 91521	Jeffrey N. Paule 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President, Deputy General Counsel, Assistant Secretary	Vice President—Counsel, Assistant Secretary	Senior Vice President—General Counsel—Walt Disney International
4.	0%	0%	0%
5.	0%	0%	0%

1.	Marsha L. Reed 500 South Buena Vista Street Burbank, CA 91521	Joseph M. Santaniello 500 South Buena Vista Street Burbank, CA 91521	Terri A. Southwick 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Vice President—Governance Admin. and Assistant Secretary	Senior Vice President—Assistant General Counsel, Assistant Secretary	Senior Vice President—Deputy General Counsel – Intellectual Property, Assistant Secretary
4.	0%	0%	0%
5.	0%	0%	0%

1.	David K. Thompson 500 South Buena Vista Street Burbank, CA 91521	Kenneth E. Newman 77 West 66 th Street 16 th Floor New York, NY 10023	Wesley A. Coleman 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Senior Vice President— Deputy General Counsel, Corporate Secretary	Senior Vice President— Eastern Regional Counsel, Assistant Secretary	Executive Vice President, Human Resources Officer
4.	0%	0%	0%
5.	0%	0%	0%

1.	John E. Bryson c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	John S. Chen c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	Judith L. Estrin c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Director	Director	Director
4.	0%	0%	0%
5.	0%	0%	0%

1.	Fred H. Langhammer c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	Aylwin B. Lewis c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	Monica C. Lozano c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521
2.	Germany	USA	USA
3.	Director	Director	Director
4.	0%	0%	0%
5.	0%	0%	0%

1.	Robert W. Matschullat c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	Leo J. O'Donovan, S.J. c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	Orin C. Smith c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA	USA
3.	Director	Director	Director
4.	0%	0%	0%
5.	0%	0%	0%

1.	Steve Jobs c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521	John E. Pepper, Jr. c/o The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521
2.	USA	USA
3.	Director	Director
4.	0%	0%
5.	~6.3%	0%

EXHIBIT 10: ATTACHMENT 1
Current Ownership Structure

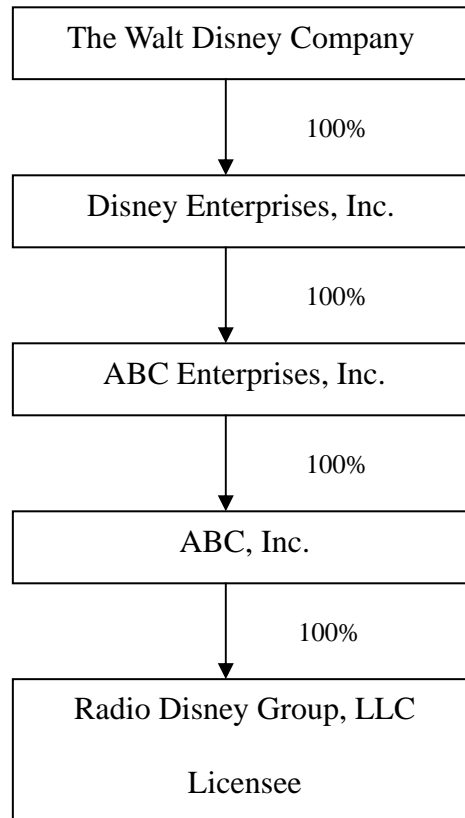


EXHIBIT 10: ATTACHMENT 2
Proposed Ownership Structure

